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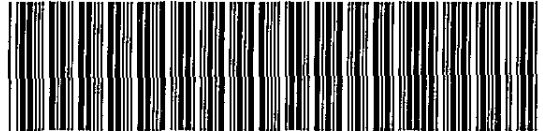
(Business Entity Name)

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July 10, 2003

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Downtown Media, Inc.

**Filing Evidence**

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include  
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

| NEW FILINGS |                   |
|-------------|-------------------|
| X           | Profit            |
|             | Non Profit        |
|             | Limited Liability |
|             | Domestication     |
|             | Other             |

| AMENDMENTS |                                    |
|------------|------------------------------------|
|            | Amendment                          |
|            | Resignation of RA Officer/Director |
|            | Change of Registered Agent         |
|            | Dissolution/Withdrawal             |
|            | Merger                             |

| OTHER FILINGS |                  |
|---------------|------------------|
|               | Annual Reports   |
|               | Fictitious Name  |
|               | Name Reservation |
|               | Reinstatement    |

| REGISTRATION/QUALIFICATION |                   |
|----------------------------|-------------------|
|                            | Foreign           |
|                            | Limited Liability |
|                            | Reinstatement     |
|                            | Trademark         |
|                            | Other             |

**ARTICLES OF  
INCORPORATION  
OF  
Downtown Media, Inc.**

**ARTICLE I  
Corporate Name**

The name of this corporation is: Downtown Media, Inc..

**ARTICLE II  
Nature Of Business And Powers**

The general nature of the business to be transacted by Downtown Media, Inc. is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III  
Capital Stock**

The maximum number of shares of stock that Downtown Media, Inc. is authorized to issue and have outstanding at any one time is 1000 shares of common stock without par value.

**ARTICLE IV  
Term Of Existence**

Downtown Media, Inc. shall have perpetual existence, commencing upon filing of these articles.

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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**Registered Agent, Initial Registered Office**  
**Principal Place of Business and Mailing Address**

The Registered Agent and the street address of the initial Registered Office of Downtown Media, Inc. in the State of Florida shall be:

John M. Morgan  
8911 Daniels Parkway, Suite 6  
Fort Myers, Florida 33912

The principal place of business and the mailing address of Downtown Media, Inc. in the State of Florida shall be:

25 Homestead Road, Suite 11  
Lehigh Acres, Florida 33936

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI**  
**Board Of Directors**

Downtown Media, Inc. shall have 2 directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the shareholders, but shall never be less than one.

**ARTICLE VII**  
**Initial Director(s)**

The names of the initial directors of Downtown Media, Inc. and their street addresses are:

Dominik Goertz  
25 Homestead Road, Suite 11  
Lehigh Acres, Florida 33936

Martina Effenberg  
25 Homestead Road, Suite 11  
Lehigh Acres, Florida 33936

The persons named as initial directors shall hold office for the first year of existence of Downtown Media, Inc. or until their successors are elected or appointed and have qualified, whichever occurs first.

## **ARTICLE VIII**

### **Incorporator**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

John M. Morgan  
8911 Daniels Parkway, Suite 6  
Fort Meyers, Florida 33912

## **ARTICLE IX**

### **Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 9<sup>th</sup> day of July, 2003.

  
\_\_\_\_\_  
John M. Morgan  
Incorporator

**STATE OF FLORIDA  
COUNTY OF LEE**

BEFORE ME, a Notary Public, personally appeared John M. Morgan, who is personally known to me or who has produced (personally known) as identification and who did not take an oath, described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to theses Articles of Incorporation on the 9 day of July, 2003.

My Commission Expires:

  
Notary Public



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03 JUL 10 PM 2:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 2, 2003

To: The Department of State  
Tallahassee, Florida 32304

**Certificate Designating Place Of Business Or Domicile  
For The Service Of Process Within Florida  
Naming Agent Upon Whom Process May Be Served**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

Downtown Media, Inc., with its place of business at 25 Homestead Road, Suite 11, Lehigh Acres, Florida 33936 has named John M. Morgan, located at 8911 Daniels Parkway, Suite 6, Fort Myers, Florida 33912 as its agent to accept service of process within the State of Florida.

Dated the 2<sup>nd</sup> of July, 2003.

  
\_\_\_\_\_  
John M. Morgan  
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 2<sup>nd</sup> of July, 2003.

  
\_\_\_\_\_  
John M. Morgan  
Registered Agent